

Law Offices

HOLLAND & KNIGHT LLP

2099 Pennsylvania Avenue, N. W.
Suite 100
Washington, D.C. 20006-6801

202-955-3000
FAX 202-955-5564
<http://www.hklaw.com>

Atlanta
Boston
Bradenton
Chicago
Fort Lauderdale
Jacksonville
Lakeland
Los Angeles
Melbourne
Miami
New York

Northern Virginia
Orlando
Providence
San Antonio
San Francisco
Seattle
St. Petersburg
Tallahassee
Tampa
Washington, D.C.
West Palm Beach

International Offices:
Caracas*
Helsinki
Mexico City
Rio de Janeiro

São Paulo
Tel Aviv*
Tokyo
*Representative Offices

April 30, 2002

MARVIN ROSENBERG
202-457-7146

Internet Address:
mrosenberg@hklaw.com

VIA ELECTRONIC FILING

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Room TW-A325
Washington, D.C. 20554

Re: Ex Parte Presentation by Dominion Video Satellite, Inc.
CS Docket No. 01-348

Dear Ms. Dortch:

In accordance with Section 1.1206 of the Commission's Rules, transmitted herewith on behalf of Dominion Video Satellite, Inc. ("Dominion") is the following *Ex Parte* disclosure:

On April 29, 2002, Robert W. Johnson, Kathy Johnson, Stephen A. Bogorad and the undersigned, on behalf of Dominion Video Satellite, Inc., met with the following Commission staff members: Marcia Glauberman, Barbara Esbin, Neal Dellar, Ken Ferree, Julius Knapp, Marilyn Simon, Harry Wingo, and Douglas Webbink. A summary of Oral Discussion is submitted with this letter.

Marlene H. Dortch, Esq.
Secretary
April 30, 2002
Page 2

This letter has been filed electronically for inclusion in the above-referenced file and for review by the aforementioned Commission employees in accordance with Section 1.1206(b)(2) of the Commission's Rules.

If you have any questions, please contact the undersigned.

Very truly yours,
/s/ Marvin Rosenberg
Marvin Rosenberg
Counsel for Dominion Video Satellite, Inc.

Enclosure

April 29, 2002

Dominion Video Satellite, Inc.

SUMMARY OF ORAL DISCUSSION

Dominion Video Satellite, Inc. ("Dominion") is the licensee of eight transponders at the 61.5 degrees W.L. orbital location. In 1996, Dominion entered into a Direct Broadcast Service Transponder Lease, Channel Use and Programming Agreement ("Agreement") with EchoStar Communications Corporation ("EchoStar") and other related companies. Under the Agreement, Dominion obtained capacity for its eight transponders (six are presently sub-leased to EchoStar) on the existing EchoStar satellite at the 61.5 degree W.L. orbital location. The Agreement also provides for EchoStar to uplink to the satellite the Dominion programming, which is delivered to EchoStar's uplink center in Cheyenne, Wyoming.

Dominion is permitted under the Agreement to operate its own uplink center. Dominion has awarded a contract to commence constructing and equipping a multi-million dollar digital uplink facility in South Florida, which it expects to be operational in August, 2002. Dominion needs to know as soon as possible the conditional access system that the proposed merged company will utilize to assure compatibility between Dominion's subscribers and the merged company's subscribers.

Under the Agreement, Dominion subscribers utilize the same receive equipment as EchoStar subscribers. The Agreement requires EchoStar to make available for purchase the receiver units needed by Dominion subscribers to obtain the Dominion programming service. Indeed, as a result of a dispute between Dominion and EchoStar under the Agreement, an arbitration panel recently ruled that EchoStar must make its receiver equipment available to Dominion subscribers at reasonable prices. EchoStar has filed a motion with the United States District Court for the District of Colorado (Civil Action No. 01-K-0206), asking the Court to vacate portions of the arbitration award. Dominion has asked the Court to enter the arbitration award as a judgment.

Since the Dominion service is directed to religious programming, Dominion subscribers, who want to receive the more regular fare of satellite television programming services, also have the option to subscribe to EchoStar for that programming. Indeed, under the Agreement, EchoStar is required to make available for purchase by Dominion subscribers a dual antennae receiver system so that such Dominion subscribers can receive both Dominion and EchoStar programming on a single receiver.

Dominion is vitally concerned about the impact that a DISH/DirecTV merger might have on Dominion's customers, particularly as it might affect the receiver equipment utilized to acquire Dominion programming. As previously stated, the equipment utilized by Dominion subscribers is identical to the equipment utilized by EchoStar's subscribers. (The conditional access system is common but subscribers are separately authorized for each service.). An Exhibit to the Application seeking FCC consent to a transfer of control filed by EchoStar, General Motors Corporation and Hughes Communications Corporation (DA No. 1-3005, CS Docket No. 01-348) is the Joint Engineering Statement in Support of Transfer of Control Application. In the Joint Engineering Statement, the parties to the application state that one of the most important operational issues that will need to be addressed is which type of receiver equipment--EchoStar's equipment or DirecTV's equipment--will be used, and how best to transition customers to a common set top box platform. In their joint application for authority to launch and operate a new spot beam direct broadcast satellite at 110 degrees W.L. (SAT-LOA-2002025-20023), the applicants again state that a significant number of subscribers to a merged DISH/DirecTV will require new receiver equipment. Dominion is extremely concerned about the prospect of a merged EchoStar/DirecTV entity electing to utilize DirecTV equipment, without providing for the transition of Dominion subscribers' equipment.

On March 18, 2002, Robert Johnson, President of Dominion, sent a letter by Federal Express to Charlie Ergen, Chairman, CEO of EchoStar, asking how the conditional access system, DISH brand receivers and other related operational matters will be affected by the proposed merger and Mr. Johnson has not had any reply to his letter. Dominion and its subscribers need to know that they will be treated in like manner on key issues so that access to Dominion's service and the programming of EchoStar as a merged company will continue to be available. Presently, Dominion is the only provider of direct broadcast satellite service in addition to EchoStar and DirecTV, and Dominion is able to achieve CONUS coverage from its 61.5 degrees orbital location. EchoStar's intended actions with regard to Dominion and its subscribers are directly relevant to the Commission's consideration of the public interest and how EchoStar intends to function as the licensee of all of the key CONUS orbital locations.

Dominion will leave to the FCC the determination of whether the proposed merger is in the public interest. Dominion seeks only to assure that its service will continue to be available and that its subscribers, who have purchased DISH receivers pursuant to the Agreement between Dominion and EchoStar, are treated similarly to all others who have purchased EchoStar receivers and that their programming continues to be available.